

**THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al., ¹)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: <i>November 13, 2013</i>
)	

**SUMMARY APPLICATION OF GRANT THORNTON, LLP, FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES AS TAX AND ACCOUNTING ADVISORS TO
W. R. GRACE & CO., ET AL., FOR THE MONTHLY INTERIM PERIOD FROM AUGUST 1, 2013,
THROUGH AUGUST 31, 2013**

Name of Applicant:	<u>Grant Thornton LLP</u>
Authorized to Provide Professional Services to:	<u>W. R. Grace & Co., et al., Debtors and Debtors-in-Possession</u>
Date of Retention:	<u>Retention Order entered August 14, 2012, effective as of August 14, 2012</u>
Period for which compensation and reimbursement is sought:	<u>August 1, 2013 to August 31, 2013</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$ 35,400.00</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$ 2,414.09</u>

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

This is an X monthly ___ interim ___ final application.

The total time expended for the preparation of this application is approximately 2.0 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$750.00.

This is the monthly application of Grant Thornton, LLP ("Grant Thornton") for interim compensation of services for the interim fee period August 1, 2013 through August 31, 2013. The following applications have been filed previously in the Chapter 11 Cases:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
September 7, 2012	Jul. 1-31, 2012	\$87,581.00	\$9,776.15	Approved	Approved
October 11, 2012	Aug. 1-31, 2012	\$243,006.50	\$16,344.34	Approved	Approved
December 2, 2012	Sep. 1-30, 2012	\$180,217.00	\$15,482.84	Approved	Approved
April 2, 2013	Oct. 1-30, 2012	\$60,437.50	\$1,081.86	Approved	Approved
April 23, 2013	Nov. 1-30, 2012	\$0.00	\$2,043.47	Approved	Approved
May 14, 2013	Dec. 1-31, 2012	\$0.00	\$59.00	Approved	Approved
August 5, 2013	Jan. 1-31, 2013	\$14,070.00	\$0.00	Pending	Pending
August 7, 2013	Feb. 1-28, 2013	\$5,930.00	\$0.00	Pending	Pending

The following Grant Thornton professionals rendered professional services in these cases during the Fee Period:

Name of Professional Person	Position with the Applicant and Year Admitted		Area of Expertise	Hourly Billing Rate	Total Billed Hours	Total Compensation
Rob Levin	Managing Director	2013	CSFTS	\$550.00	23.1	\$11,550.00
Daniel A. Lynes	Manager	2013	CSFTS	\$400.00	23.6	\$8,520.00
Andrew D. Wetcher	Senior Associate	2013	CSFTS	\$350.00	3.9	\$1,330.00
Catherine Elizabeth Wagner Ely	Senior Associate	2013	CSFTS	\$350.00	37.8	\$14,000.00
Totals					88.4	\$35,400.00

There are no paraprofessionals of Grant Thornton who rendered professional services in these cases during the Fee Period that have charged fees to the Debtors.

Grand Total for Fees: \$35,400.00

Grand Total for Expenses: \$2,414.09

COMPENSATION BY MATTER SUMMARY

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested
18	Section 199 Tax Study	88.4	\$35,400.00
Totals for Matters		88.4	\$35,400.00

EXPENSE SUMMARY

Service Description	Amount
Meals	\$271.13
Airfare	\$1,483.50
Lodging	\$473.97
Mileage	\$32.21
Ground Transportation	\$94.60
Total:	\$2,414.09

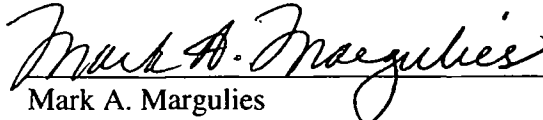
This fee application relates to a new Statement of Work, which the debtor has engaged Grant Thornton to provide additional tax services. Grant Thornton is requesting actual payment of fees (80% on the monthly fee application, and the remaining 20% on the quarterly fee application).

WHEREFORE, Grant Thornton respectfully requests (a) that an allowance be made to it, as fully described above for: (i) 80% of the amount of \$35,400.00² for reasonable and necessary professional services Grant Thornton has rendered to the Debtors during the Fee Period (\$28,320.00); and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by Grant Thornton during the Fee Period (\$2,414.09); (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates; and (c) that this Court grant such further relief as is equitable and just.

Dated: October 24, 2013

Respectfully submitted,

Grant Thornton, LLP


Mark A. Margulies

Grant Thornton, LLP
1301 International Parkway, Suite 300
Fort Lauderdale, FL 33323
(954) 768-9900

² *Id.*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al., ²)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: November 13, 2013
)	

**FEE AND EXPENSE DETAIL FOR GRANT THORNTON, LLP, FOR COMPENSATION
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS TAX AND
ACCOUNTING ADVISORS TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY
INTERIM PERIOD FROM AUGUST 1, 2013 THROUGH AUGUST 31, 2013**

Compensation by Matter Summary

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested
18	Section 199 Tax Study	88.4	\$35,400.00
Totals for Matters		88.4	\$35,400.00

² The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Internedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXPENSE SUMMARY

Service Description	Amount
Meals	\$58.68
Airfare	\$351.90
Airfare	\$565.80
Meals	\$14.54
Ground Transportation	\$17.50
Hotel	\$109.89
Meals	\$20.00
Hotel	\$120.99
Ground Transportation	\$18.10
Meals	\$55.00
Meals	\$19.30
Meals	\$9.90
Hotel	\$133.20
Meals	\$11.83
Ground Transportation	\$27.00
Ground Transportation	\$32.00
Meals	\$14.56
Meals	\$126.00
Hotel	\$109.89
Mileage	\$32.21
Airfare	\$565.80
Total:	\$2,414.09